

LIFETIME BRANDS, INC
 Form 4
 December 17, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
PHILLIPS CRAIG

(Last) (First) (Middle)

LIFETIME BRANDS INC., 1000
 STEWART AVENUE

(Street)

GARDEN CITY, NY 11530

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LIFETIME BRANDS, INC [LCUT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/13/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 SVP - Distribution

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	12/13/2013		S		200	D	\$ 14.64 696,620 D
Common Stock	12/13/2013		S		100	D	\$ 14.8 696,520 D
Common Stock	12/13/2013		S		100	D	\$ 14.81 696,420 D
Common Stock	12/13/2013		S		300	D	\$ 14.83 696,120 D
Common Stock	12/13/2013		S		100	D	\$ 14.84 696,020 D

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Common Stock	12/13/2013		S	100	D	\$ 14.85	695,920	D	
Common Stock	12/13/2013		S	200	D	\$ 14.87	695,720	D	
Common Stock	12/13/2013		S	100	D	\$ 14.89	695,620	D	
Common Stock	12/13/2013		S	96	D	\$ 15	695,524	D	
Common Stock	12/13/2013		S	104	D	\$ 15.01	695,420	D	
Common Stock	12/13/2013		S	76	D	\$ 15.07	695,344	D	
Common Stock	12/13/2013		S	185	D	\$ 15.08	695,159	D	
Common Stock	12/13/2013		S	15	D	\$ 15.09	695,144	D	
Common Stock	12/13/2013		S	24	D	\$ 15.11	695,120	D	
Common Stock	12/13/2013		S	100	D	\$ 15.13	695,020	D	
Common Stock	12/13/2013		S	98	D	\$ 15.14	694,922	D	
Common Stock	12/13/2013		S	102	D	\$ 15.15	694,820	D	
Common Stock	12/13/2013		S	100	D	\$ 15.17	694,720	D	
Common Stock	12/13/2013		S	100	D	\$ 15.19	694,620	D	
Common Stock							28,278	I	Trust ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 3 and 4)
										Own

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PHILLIPS CRAIG LIFETIME BRANDS INC. 1000 STEWART AVENUE GARDEN CITY, NY 11530	X		SVP - Distribution	

Signatures

/s/ Craig Phillips 12/17/2013
 __Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares are held in an irrevocable trust of which Craig Phillips is the sole beneficiary.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.